

_____ State of Mississippi _____ Space Above This Line For Recording Data _____

Prepared By: Donald G. Barlow
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Mississippi Bar No. 2013
COUNTY DESOTO

Return To:
Mississippi Land Bank, ACA
P.O. Box 667
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CERTIFICATE OF OWNERSHIP AND APPOINTMENT OF AGENT

By agreement between Mississippi, PCA ("Principal" or "PCA") and Mississippi Land Bank, ACA ("Agent") all loans and leases associated with the Short Term Business ("Loan Assets") of the Principal (meaning the short and intermediate term production credit business and other activities authorized by Title II, Subpart A of the Farm Credit Act of 1971, 12 U.S.C. 2071-2077) shall be made and administered in the name of the Agent as agent and nominee of Principal. Principal shall be the beneficial owner of all Loan Assets and shall be entitled to all income therefrom.

Agent shall serve as agent and nominee of Principal and, in this capacity, shall act on behalf and for the benefit of Agent in regard to the following matters:

- a) To handle marketing and communications with PCA customers;
- b) To document and close loan and lease transactions;
- c) To perfect, secure and maintain loan and lease collateral;
- d) To administer the Loan Assets including receiving all payments of principal and interest due under such loans, account for all such payments, issue statements to borrowers concerning payments due or made under the loans and take such other actions as shall be necessary and appropriate in connection with the administration of all such loans;
- e) To declare a default under any Loan Asset, issue notice to borrowers of such default, accelerate and demand payment of any Loan Asset in default, bring suit to collect any Loan Asset and to foreclose any mortgage and security interest given to secure repayment of the Loan Asset and take such other actions as Agent shall deem necessary or appropriate to collect the Loan Assets;
- f) To arrange for loans from Farm Credit Bank of Texas pursuant to a General Financing Agreement to support PCA credit operations;
- g) To engage in financial related services in furtherance of the businesses and operations of the PCA; and
- h) To take such other actions as are required and appropriate to further the business and interests of the PCA.

IN WITNESS WHEREOF, Principal and Agent have executed this Certificate as of the date first written above.

MISSISSIPPI, PCA

MISSISSIPPI LAND BANK ACA

By: Gary L. Gaines

Its: CEO/President

By: Gary L. Gaines

Its: CEO/President

STATE OF MISSISSIPPI

COUNTY OF TATE

Personally appeared before me, the undersigned authority in and for the said county and state, on this 21st day of September, 2011, within my jurisdiction, the within named Gary L. Gaines, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed in the above and foregoing instrument and acknowledged that he/she/they executed the same in his/her/their representative capacity(ies), and that by his/her/their signature(s) on the instrument, and as the act and deed of the person(s) or entity(ies) upon behalf of which he/she/they acted, executed the above and foregoing instrument, after first having been duly authorized so to do.

(Seal)



Stephanie H. Wilkie
Notary Public, State of Mississippi